

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
APEX LINEN SERVICE LLC, <i>et al.</i> , ¹)	Case No. 20-11774 (LSS)
)	
Debtors.)	(Jointly Administered)
)	Related to Docket Nos. 75 and 77

**NOTICE OF AMENDMENT TO PROPOSED INTERIM ORDER AUTHORIZING THE
DEBTORS TO OBTAIN POSTPETITION FINANCING**

In light of the Court’s comments at the July 22, 2020 hearing on the Debtors’ *Emergency Motion for Interim and Final Orders: (I) Authorizing the Debtors to Obtain Postpetition Financing; (II) Scheduling a Final Hearing; (III) Approving Notice Procedures; and (IV) Granting Further Relief* [Docket No. 75] (the “Motion”), the Debtors, in their efforts to aid the Court’s decision on the Motion, propose to amend the interim order submitted contemporaneously therewith [Docket No. 77] (the “Interim Order”)² so as to provide further adequate protection to the Prepetition Lenders in accordance with the following terms (to the extent the Motion is granted on an interim basis) (the “Adequate Protection”):

1. The Debtors shall grant the Prepetition Lenders a first-priority lien on any and all preference actions arising under chapter 5 of the Bankruptcy Code and the proceeds thereof;

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable are: Apex Linen Service LLC (9075), Highland Apex Holdings LLC (0537), Highland Avenue Capital Partners LLC (2825), Highland Apex GP LLC (9246), and Highland Apex Management LLC (5476). The location of the Debtors’ corporate headquarters, and the business address for Apex Linen Service LLC is 6375 S. Arville Street, Las Vegas, NV 89118. The business address for all other Debtors is 205 Pier Avenue, Suite 102, Hermosa Beach, CA 90254.

² All capitalized terms not otherwise defined herein shall have the same meaning ascribed to them as in the Interim Order.

2. The Debtors shall make an adequate protection payment (the “Adequate Protection Payment”) in the amount of \$500,000 from the DIP Credit Facility to the Prepetition Lenders with such payment becoming payable immediately upon the entry of the Final Order following the Final Hearing;

3. The Debtors agree that the approximately \$200,000 of unencumbered cash possessed as of the Petition Date by the Debtors in their depository accounts shall be deemed to be Cash Collateral on which the Prepetition Lenders have Prepetition Liens; and

4. At the Prepetition Lenders’ option, Serene Investment Management, LLC (the “Lender”) is willing to raise the interim draw from \$1,000,000 to \$1,500,000 on the same terms contained in the Interim Order plus the additional Adequate Protection provided herein. To the extent the Prepetition Lenders accept this option, \$250,000 of Adequate Protection Payment will be paid immediately, with the remaining \$250,000 to be paid upon the entry of the Final Order.

The Debtors have discussed the foregoing with the Lender, who has consented to all of the Adequate Protection found herein.

Dated: July 22, 2020

Respectfully submitted,

GOLDSTEIN & MCCLINTOCK, LLLP

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